

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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	:	(Jointly Administered)
TRIBUNE COMPANY, <i>et. al</i> ¹	:	
	:	Case No. 08-13141 (KJC)
Debtors	:	

ORDER DENYING CONFIRMATION OF COMPETING PLANS

AND NOW, this 31st day of October, 2011, upon consideration of the objections to confirmation of

- (i) The Second Amended Joint Plan of Reorganization for Tribune Company and Its Subsidiaries Proposed by the Debtors, the Official Committee of Unsecured Creditors (the “Creditors’ Committee”), Oaktree Capital Management, L.P. (“Oaktree”), Angelo, Gordon & Co., L.P. (“Angelo Gordon”), and JPMorgan Chase Bank, N.A. (“JPM”), as amended (the “DCL Plan”), and
- (ii) The Joint Plan of Reorganization for Tribune Company and Its Subsidiaries Proposed by Aurelius Capital Management, L.P. on behalf of its Managed Entities (“Aurelius”), Deutsche Bank Trust Company Americas, in its Capacity as Successor Indenture Trustee for Certain Series of Senior Notes (“Deutsche Bank”), Law Debenture Trust Company of New York, in its Capacity as Successor Indenture Trustee for Certain Series of Senior Notes (“Law

¹The chapter 11 case filed by Tribune Media Services, Inc. (Bky. Case No. 08-13236) is being jointly administered with the Tribune Company bankruptcy case and 109 additional affiliated debtors pursuant to the Order dated December 10, 2008 (docket no. 43). An additional debtor, Tribune CNLBC, LLC (formerly known as Chicago National League Baseball Club, LLC) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code on October 12, 2009 (Bky. Case No. 09-13496), and also is being jointly administered with the Tribune Company Bankruptcy Case pursuant to this Court’s Order dated October 14, 2009 (docket no. 2333).

Debenture”) and Wilmington Trust Company in its Capacity as Successor Indenture Trustee for the PHONES Notes (“WTC”), as amended (the “Noteholders Plan”), and

after consideration of all of the evidence and arguments offered at Confirmation, and for the reasons set forth in the foregoing Opinion on Confirmation, it is hereby **ORDERED** and **DECREED** that:

1. The request for confirmation of the DCL Plan is hereby **DENIED**;
2. The request for confirmation of the Noteholder Plan is hereby **DENIED**; and
3. A status hearing will be held on **November 22, 2011 at 2:00 p.m.** in Bankruptcy Courtroom No. 5, 824 Market Street, Fifth Floor, Wilmington, Delaware for the purpose of conferring with the parties as provided by Bankruptcy Code §105(d)(1) (“to further the expeditious and economical resolution of the case”).

BY THE COURT:

KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE

cc: J. Kate Stickles, Esquire²

²Counsel shall serve a copy of this Order and the accompanying Opinion on Confirmation upon all interested parties and file a Certificate of Service with the Court.